

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

In re:

MIDNIGHT MADNESS DISTILLING, LLC,
Debtor.

CHAPTER 7

CASE NO. 21-11750 (MDC)

**FIRST AND FINAL APPLICATION OF FLASTER/GREENBERG P.C. FOR
COMPENSATION FOR LEGAL SERVICES RENDERED AS COUNSEL FOR THE
DEBTOR AND FOR REIMBURSEMENT OF EXPENSES FOR THE PERIOD
JUNE 21, 2021 THROUGH OCTOBER 13, 2021**

Flaster/Greenberg P.C. (“FG”), Counsel for the Debtor, in accordance with F.R.B.P. 2016, applies under Section 330 of the Bankruptcy Code for an award of compensation and reimbursement of actual, necessary expenses and represents:

Part A -- Preliminary Statement

1. On June 21, 2021 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the “Chapter 11 Case”).
2. On June 22 2021, the Debtor filed the Application to Flaster/Greenberg P.C., as Attorney Pursuant to 11 U.S.C. §§ 327 and 328 and Fed. R. Bankr. P. 2014 (the “FG Employment Application”). The FG Employment Application was approved by this Court on November 3, 2021.
3. On October 13, 2021, this Court converted this case to a case under Chapter 7.
4. All services rendered and expenses incurred for which compensation or reimbursement is requested were performed or incurred for or on behalf of the Debtor.

3. The services described in this Application are actual, necessary services and the compensation requested for those services is reasonable.
4. The expenses described in this Application are actual, necessary expenses.

5. Applicant believes that the sums sought by this Application are fair and reasonable in light of the time and effort devoted, the responsibilities undertaken, the results achieved, the quality and efficiency of the work done and other relevant factors.

6. Pursuant to Local Rule 2016-2(b), below is a history of this case:

As noted from the detailed time entries attached hereto, this was a complex small case that, at times, became contentious. After the initial filing, FG negotiated with PNC Bank and obtained approval to use cash collateral under a detailed budget. FG also obtained other ordinary First Day relief in the early stages. Thereafter, FG negotiated and drafted a stalking horse Asset Purchase Agreement as well as the complex bidding procedures approved by this Court after several revisions and contested hearings. Pursuant to these approved bidding procedures, FG obtained and negotiated with several potential bidders and then conducted an extensive auction via zoom. The result of the auction produced a new winning bidder and a significant increase in value to the estate over the initial stalking horse bidder. Working with the winning bidder, the Debtor assisted in resolving objections to the sale and then conducting the Sale hearing before this Court which resulted in the approval of the proposed Sale.

From the retainer held by FG in the amount of \$89,954.02 and the Cash Holdback funds provided in Section 1.09 of the Asset Purchase Agreement approved by Order of this Court on September 17, 2021 [Docket 178] there are sufficient funds to pay FG's requested fees and expenses while still leaving substantial funds and potential claims for the Chapter 7 Trustee to pay other creditors.

Part B -- General Information

1. **First and Final Fee Application**
Period June 21, 2021 through October 13, 2021
Requested

| | |
|----------|--------------|
| Fees | \$123,235.00 |
| Expenses | \$ 3,814.49 |
| Total | \$127,049.49 |

2. **General Information**

- a. Date case filed: June 21, 2021.
- b. Date application to approve employment filed: June 22, 2021.
- c. Date employment approved: November 3, 2021, *nunc pro tunc* to the Petition Date.
- d. First date services rendered in the case: June 21, 2021.

- e. Compensation request is under Section 330 of the Bankruptcy Code.
- f. Any fees awarded will be paid from the estate.
- g. This application is for a period less than 120 days after the filing of the case or less than 120 days after the end of the period of the last application.

Yes No

3. Prior Applications

None.

4. Attorney Billing for Chapter 7 Period
June 21, 2021 through October 13, 2021

| Name | Hourly Billing Rate | Total Billed Hours | Total Compensation |
|---------------------|---------------------|--------------------|--------------------|
| Harry J. Giacometti | \$560.00 | 97.00 | \$54,320.00 |
| William J. Burnett | \$560.00 | 117.60 | \$65,856.00 |
| Lauren N. Schwimmer | \$385.00 | 0.50 | \$192.50 |
| Total Fees | | | \$120,368.50 |

5. Paralegal Billing for Chapter 7 Period
June 21, 2021 through October 13, 2021

| Name | Hourly Billing Rate | Total Billed Hours | Total Compensation |
|-------------------|---------------------|--------------------|--------------------|
| Jennifer Vagnozzi | \$195.00 | 14.70 | \$2,866.50 |
| Total Fees | | | \$2,866.50 |
| Grand Total | | | \$123,235.00 |

6. Billing Rates:

- a. Are any of the billing rates different from the billing rates set forth in your last application? N/A.
- b. If yes, indicate whose billing rates are different and explain why? N/A

Part C – Billing Summary

1. Description of Services/ Detail of Hours Expended

The legal services rendered by Applicant are set forth and detailed in the attached schedules appended hereto as Exhibit "A". The total time for all attorneys and paralegals involved was in the aggregate 229.80 hours. The total amount requested is \$123,235.00 for the period June 21, 2021 through October 13, 2021.

Part D - Expense Summary

Further, Applicant requests reimbursement of expenses incurred in the amount of \$3,814.49 during the period June 21, 2021 through October 13, 2021, as more fully set forth in Exhibit "B" which is attached hereto and made a part hereof. Said expenses were actual and necessary in this case and are not included in the overhead cost of Applicant's office.

WHEREFORE, Flaster/Greenberg, P.C., respectfully requests that this Court enter an Order, in the form attached, granting a total interim award of \$123,235.00 in compensation and \$3,814.49 in expenses for the period June 21, 2021 through October 13, 2021, and granting such other relief as this Court deems just and proper.

FLASTER/GREENBERG P.C.

Dated: November 3, 2021

/s/ William J. Burnett
Harry J. Giacometti, Esquire
William J. Burnett, Esquire
1835 Market Street, Suite 1050
Philadelphia, PA 19103
(215) 279-9383
Counsel for Midnight Madness Distilling, LLC